

LINGNAN UNIVERSITY STATUTES

Statute 6

Establishment of the Community College and its Board of Governors

Establishment

1. There shall be established within Lingnan University (“the University”) a separate academic entity called “The Community College at Lingnan University” (“the Community College”) for the purpose of providing quality Associate Degree Programmes.

Board of Governors

2. There shall be a Board of Governors of the Community College and Lingnan Institute of Further Education (“LIFE”) appointed by the University Council for the proper administration of the Community College and LIFE. The Board of Governors shall be accountable to the University Council.
3. Unless otherwise specified by the University Council, the Board of Governors shall be the supreme governing body of the Community College and LIFE provided that the University Council shall have the power to vet from time to time, vary or veto the decisions of the Board of Governors.
4. The Board of Governors appointed by the University Council shall consist of:

Chairman : Deputy Chairman of the Council

Deputy Chairman : Supervisor of the Director of LIFE, ex-officio

Members : Three members nominated by the University Council
Five members from the stakeholders in the community
University Comptroller, ex-officio
Secretary to the Council, ex-officio
Director of LIFE, ex-officio
*Three Staff representatives, with two elected from among the full-time teaching staff of LIFE and one elected from among the full-time administrative staff of LIFE
One student representative from the undergraduate students
Two student representatives from the full-time LIFE students

Observers : Associate/Assistant Directors of LIFE

Secretary : Associate/Assistant Director of LIFE

Remarks: *In case there is no staff representative elected from among the full-time administrative staff owing to the lack of nomination, such a place will be reallocated to the teaching staff representative, or vice versa.

Chairman

5. The Deputy Chairman shall act as Chairman if the Chairman is absent from Hong Kong or is, for any other reason, unable to act as Chairman.
6. If for any period both the Chairman and the Deputy Chairman are unable by reason of absence from Hong Kong or inability to act in their respective offices, or if for any period both of those offices are vacant, the members may appoint one of the ex-officio members except for the Director of LIFE referred to in paragraph 4 to act as Chairman during that period.

Voting Right

7. Each member of the Board of Governors shall have one vote. In case of equality of votes, the Chairman shall have a casting vote. All resolutions of the Board of Governors shall be passed by a simple majority of votes of those members who are present and voting at the meeting.

Observers

8. The Chairman may invite any staff members or students of the University which for the avoidance of doubt shall include any staff member or students of the Community College and LIFE to be in attendance at Board of Governors meetings as observers either regularly or for any particular item of business provided always that such observers shall have no voting rights.

Term of Office and Resignation of Members

9. Any member of the Board of Governors appointed under section 4 above shall hold office for a term of 3 years or such lesser period as the University Council may determine.
10. A member (except for the ex-officio members) may at any time by notice in writing to the Chairman of the University Council resign from the Board of Governors.

Meetings and Procedures of the Board of Governors

11. (a) The Board of Governors shall meet four times per academic year.
- (b) The Chairman may convene a meeting of the Board of Governors at such time and places as the Chairman may appoint and shall, at the request of not less than 30% of the number of members of the Board of Governors, convene within 10 working days after receiving the request and by giving not less than 21 days' notice an extraordinary meeting for the purpose of discussing such matters as are specified by the requesting members.
- (c) 50% members shall form a quorum at a meeting of the Board of Governors.

- (d) If a member has a personal interest, whether it is major or minor or whether directly or indirectly, in any matter to be considered at a meeting of the Board of Governors, either he/she shall make full disclosure in writing stating the fact and nature of the interest to the Board of Governors before the meeting; or if he/she is present at the meeting, he/she shall as soon as possible after the commencement of the meeting state again the fact and the nature of the interest and shall, if required by a majority of the members present, withdraw from the meeting while the matter is considered and in any case shall not vote thereon.
- (e) In paragraph 11 (d), “interest” includes a pecuniary interest.
- (f) A meeting of the Board of Governors may be adjourned by the Chairman or the person presiding or, where a majority of the members present so resolves, by the members.
- (g) Subject to the statute establishing the Board of Governors and other statutes stipulating committee procedures, the Board of Governors may determine its own procedure and may exclude from any of its meetings or any part thereof any member when, in the opinion of the Chairman or the person presiding, such exclusion is in the best interests of the Community College and LIFE or the University.

Removal of Members

- 12. (a) The Board of Governors may, without giving any reason, by a resolution, recommend to the University Council the removal of any member.
- (b) Without prejudice to the generality of paragraph 12(a), the Board shall recommend to the University Council the removal of a member, if that member :-
 - (i) becomes bankrupt or makes any arrangement or composition with his/her creditors generally;
 - (ii) shall be sentenced to a custodial sentence for a criminal offence whether such sentence is directed to take immediate effect or be suspended;
 - (iii) becomes of unsound mind; or
 - (iv) commits a breach of paragraph 11(d) of this statute.

Transaction of Business by Circulation of Papers

- 13. The Board of Governors may without a meeting transact any of its business by circulation of papers, and a resolution in writing signed by a majority of the members shall be as valid and effectual as if it had been passed at a meeting of the Board of Governors duly convened and held.

Committees Generally

14. (a) The Board of Governors may create and appoint boards, committees, working parties and such other bodies for any general or special purposes and upon terms as it thinks fit and any such committee may consist partly of persons who are not members of the Board of Governors.
- (b) The Chairman of any committee appointed under paragraph 14(a) shall be appointed by the Board of Governors from among the members of the Board of Governors.
- (c) Subject to any statutes, the Board of Governors may in writing, with or without restrictions or conditions as it thinks fit, delegate any of its powers and duties to any committee appointed under paragraph 14(a).
- (d) The Board of Governors shall not delegate a power that the University Council has no power to delegate including but not limiting to powers of a similar nature as mentioned under Section 16(2) of the Ordinance.
- (e) Subject to any statutes, each committee may determine its own procedure at its meetings.

Dissolution and Reappointment of the Board of Governors

15. The Board of Governors shall be dissolved upon a resolution being passed by the University Council that the Board of Governors be dissolved.
16. Any vacancy in the Board of Governors may be filled up by the University Council and after the dissolution of the Board of Governors, the University Council shall have the power at any time to establish the Board of Governors again by reappointing the members as stated under paragraph 4 hereof.

[Notes

1. The Council approved in April 2013 that the Board of Governors of the Community College be expanded to be the Board of Governors for the Community College and LIFE.
2. The Council approved in June 2016 on the merger of the Community College and LIFE from 1 July 2017, i.e. LIFE to become the single self-financing arm of the University to provide all Associate Degree programmes (previously offered by the Community College), Higher Diploma, Diploma, Diploma Yi Jin, overseas Top-up Degree and other Lifelong Learning programmes, while the Community College to become a virtual unit to grant the Associate Degree awards until all the Community College students admitted before 2016-17 complete their studies. Subsequently, the Council approved in February 2017 that the governance structure of LIFE as a separate academic entity within the University by virtue of a Lingnan University Statute with effect from 2020-21 would be adopted while the Community College would become a virtual unit with effect from 1 July 2017, and that all Associate Degree programmes and related operations would be administered by LIFE.]